

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



美亞控股有限公司*
MAYER HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1116)

PROPOSED ADOPTION OF THE NEW MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by Mayer Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The board of directors of the Company ((the “**Directors**” and the “**Board**”, respectively) proposes to amend and restate the existing memorandum of association and articles of association of the Company (the “**Existing M&A**”) in order to, among others, (i) bring the Existing M&A in line with the latest regulatory requirements under the Listing Rules in relation to the expanded paperless listing regime and the electronic dissemination of corporate communications by listed issuers and the relevant amendments made to the Listing Rules, which took effect on 31 December 2023; and (ii) adopt certain consequential and housekeeping amendments (the “**Proposed Amendments**”). As such, the Board proposes to adopt the new memorandum of association and articles of association (the “**New M&A**”) containing the Proposed Amendments in substitution for, and to the exclusion of, the Existing M&A.

The adoption of the New M&A is subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming 2024 annual general meeting of the Company (the “**AGM**”). A circular containing, among other things, the particulars relating to the Proposed Amendments together with a notice of the AGM and the form of proxy will be despatched to the Shareholders in due course.

By order of the Board
Mayer Holdings Limited
Ip Yun Kit
Chairman and Executive Director

Hong Kong, 3 December 2024

As at the date of this announcement, the Board comprises three Executive Directors, namely Mr. Ip Yun Kit (Chairman), Mr. Cheung Ka Yue (Chief Executive Officer) and Ms. Zhang Yana; and three Independent Non-Executive Directors, namely Mr. Lau Kwok Hung, Mr. Lu Jianping and Mr. Du Ning.

* For identification purpose only